

CONTRACTOR'S STATEMENT OF QUALIFICATIONS

I. General Information

1. Submitted to (agency): **HALLIBURTON**

Address: 4100 Clinton Drive
Building 1, Room 352
Houston, TX 77020

2. Name of Project (if applicable):

Mt. Rogers Prison

3. Type of work you wish to qualify for:

General Construction X
Mechanical
Electrical
Other

Specify:

4. Contractor's Name: **W. C. ENGLISH, Incorporated**

Mailing Address: P. O. Box P-7000
Lynchburg, Virginia 24505

Street Address: (If not the same as mailing address)
615 Church Street
Lynchburg, Virginia 24504

Telephone Number: (434) 845-0301

Facsimile Number: (434) 845-0306

Contact Person: **Mr. Wilson Dickerson, Jr., Senior Vice President**

Contact Person Phone Number: (434) 845-0301 or (434) 841-1956

State Contractor's License Number: 2701 003331A

Designated Employee Registered with the Virginia Board for Contractors:

General Information (continued)

5. Check type of organization:

Corporation X

Partnership

Individual

Joint Venture

Other

6. If a corporation -

State of Incorporation: Virginia

Date of Incorporation: April 6, 1954

Federal I.D. #: 54-0605517

<u>Officers</u>	<u>Name</u>	<u>Years in Position</u>
President:	A. Douglas Dalton, Jr.	32 Years
Vice President(s):	Wilson Dickerson, Jr.	27 Years
	Allen M. Hamblen	29 Years
Secretary:	Frances M. Saunders	34 Years
Treasurer:	Garry A. Collie	27 Years

Are you a Subchapter S Corporation? Yes X No

7. If a partnership -

Date organized:

Type of partnership:

List of General Partners:

<u>Name</u>	<u>Phone #</u>	<u>Years as G.P.</u>
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8. If individually owned -

Years in Business:

General Information (continued)

9. Have you ever operated under another name? Yes _____ No X

If yes -

Other name:

Number of years in business under this name:

State license number under this name:

II. Bonding

Please have your Bonding Company execute a statement similar to the one at Attachment 1 and attach the completed and signed statement as Attachment 2 to this completed G.S.Form E&B CO-16

1. Bonding Company's name: SEABOARD SURETY COMPANY
Address: 5801 Smith Avenue
Baltimore, MD 21209
(410) 578-2000

Representative (Attorney-in-fact): Whitney M. Dalton, Attorney-in-Fact

2. Is the Bonding Company listed on the United States Department of the Treasury list of acceptable surety corporations?

Yes X No _____

3. Is the Bonding Company licensed to transact fidelity and surety business in the Commonwealth of Virginia?

Yes X No _____

V. Compliance-

If you answer yes to any of the following, please on a separate attachment give the date of the termination order, or payment, describe the project involved, and explain the circumstances relating to same, including the names, addresses and phone numbers of persons who might be contacted for additional information.

1. Has your organization:
 - a. ever been terminated on a contract for cause?
Yes _____ No X _____
 - b. within the last five years, made payment of actual and/or liquidated damages for failure to complete a project by the contracted date? *When subsidiary company didn't complete on time.*
Yes X (only one project) _____ No _____
2. Has your organization, in the last three years, received a final order for willful and/or repeated violation(s) for failure to abate issued by the United States Occupational Safety and Health Administration or by the Virginia Department of Labor and Industry or any other government agency?
Yes _____ No X _____
3. Have any Performance or Payment Bond claims ever been paid by any surety on behalf of your organization?
Yes _____ No X _____

VI. Experience-

If your organization has multiple offices, provide the following information for the office that would handle projects under this prequalification. If that office has limited history, list its experience first.

1. Attach a list of all projects, giving address, size and dollar value for each, that your organization has **completed** in the last five years. Provide for each, the name, address, and phone number, for the Owner's and Architect's contact or representative.
2. Attach a list of your organization's projects **in progress**, if any, at the time of this statement. At a minimum, provide project names and addresses, contract amounts, percentages complete and contact names and numbers for the architects and owners.
3. If this statement is for a particular project, identify three projects from those identified in 1 and 2 above which are most relevant or similar to the project(s) for which you are seeking prequalification.

Related experience is included in Section 1 of this Part 1 PPEA conceptual phase proposal.

III. Judgments

In the last ten years, has your organization, or any officer, director, partner or owner, had judgments entered against it or them for the breach of contracts for construction?

Yes _____ No X

If yes, please on a separate attachment, state the person or entity against whom the judgment was entered, give the location and date of the judgment, describe the project involved, and explain the circumstances relating to the judgment, including the names, addresses and phone numbers of persons who might be contacted for additional information.

IV. Convictions and Debarment

If you answer yes to any of the following, please on a separate attachment, state the person or entity against whom the conviction or debarment was entered, give the location and date of the conviction or debarment, describe the project involved, and explain the circumstances relating to the conviction or debarment, including the names, addresses and phone numbers of persons who might be contacted for additional information.

1. In the last ten years, has your organization or any officer, director, partner, owner, project manager, procurement manager or chief financial officer of your organization:
 - a. ever been fined or adjudicated of having failed to abate a citation for building code violations by a court or local building code appeals board?
Yes _____ No X
 - b. ever been found guilty on charges relating to conflicts of interest?
Yes _____ No X
 - c. ever been convicted on criminal charges relating to contracting, construction , bidding, bid rigging or bribery?
Yes _____ No X
 - d. ever been convicted: (i) under Va. Code Section 2.2-4367 et seq. (Ethics in Public Contracting); (ii) under Va. Code Section 18.2-498.1 et seq. (Va. Governmental Frauds Act); (iii) under Va. Code Section 59.1-68.6 et seq. (Conspiracy to Rig Bids); (iv) of a criminal violation of Va. Code Section 40.1-49.4 (enforcement of occupational safety and health standards); or (v) of violating any substantially similar federal law or law of another state?
Yes _____ No X
2. Is your organization or any officer, director, partner or owner currently debarred from doing federal, state or local government work for any reason?
Yes _____ No X

4. Describe how your firm would staff this project:

Key personnel are noted within Section 1 of this Part 1 conceptual phase proposal.

- 5 . Provide, as an attachment, a brief resume for the project manager and the superintendent most likely to be assigned to this project. Describe, for each, the background and experience that would qualify him or her to be a project manager or superintendent. Include in the resumes at least three (3) similar or comparable projects on which the proposed project manager and superintendent have served in that capacity or positions of similar or comparable responsibility within the last five years and the names, addresses and phone numbers of the Owner's and Architect's contact person for each.

Brief resumes are included in Section 1 of this Part 1 conceptual phase proposal.

VII. Signatures

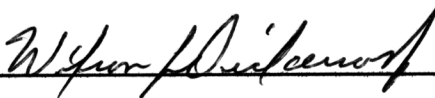
The undersigned certifies under oath that the information contained in this Statement of Qualifications and attachments hereto is complete, true and correct as of the date of this Statement.

W. C. ENGLISH, Incorporated

(name of entity submitting this Statement of Qualifications)

By: Name of Signer (print) Wilson L. Dickerson, Jr.

Signature



Title: Senior Vice President

Date: September 20, 2004

Notary

State of VIRGINIA

County/City of LYNCHBURG

Subscribed and sworn to before me this 20th day of September, 2004.

Notary Public Signature

My commission expires: July 31, 2007

Notary Seal:

Attachments:

1. Owner's Qualification Criteria
2. Surety Statement
3. Additional information, if any, provided under Sections III, IV, V
4. Additional information provided under Section VI

W. C. ENGLISH, Incorporated

WORK COMPLETED 2002

Contract Amount	Class of Work	Where Located	Address/Telephone Number Owner/Engineer
\$ 6,192,294.00	Rt. 86 - Road, Bridge, Retaining Walls, Utility Pipe	City of Danville, VA	Virginia Department of Transportation 1401 East Broad Street Richmond, VA 23219 Tel: 804/786-2945
\$ 11,244,265.00	NC 127 - Road, Bridge, Utility Pipe	Catawba County, NC	North Carolina Department of Transportation P. O. Box 25201 Raleigh, NC 27611-5201 Tel: 919/250-4124
\$ 80,852,118.00	895/195, Segments 1, 3, and 4 - 8 miles of Road and 15 Bridges	Chesterfield and Henrico Counties, VA	PPTA Virginia Department of Transportation and FD/MK 2000 Chippenham Parkway Richmond, VA 23234 Tel: 804/330-5200
\$ 4,241,687.00	Rt. 895 Connector Loop D, Ramp A - Road and Bridge	Henrico County, VA	PPTA VDOT and FD/MK
\$ 810,325.00	Rt. 895 Connector - Rt. 5 Turning Lane Intersection Impr.	Henrico County, VA	PPTA VDOT & FD/MK
\$ 8,115,000.00	I-85 - Design and Construct Safety Rest Area	Mecklenburg County, VA	Virginia Department of Transportation
\$ 5,358,719.00	Rt. 29 Improvement of Road & Two Bridges	Albemarle County, VA	Virginia Department of Transportation
\$ 407,231.00	Miscellaneous	Various Locations	Various Owners

W. C. ENGLISH, Incorporated

WORK COMPLETED 2001

Contract Amount	Class of Work	Where Located	Name, Address & Telephone Number of Owner/Engineer/Prime
\$7,872,141	Extension of Enterprise Drive & Improvements to Laxton Road Road Work & Bridge	City of Lynchburg, VA	The City of Lynchburg Traffic Engineering P. O. Box 60 Lynchburg, VA 24505 TEL: 434/847-1360
\$2,220,074	New Building Construction for Heavy Equipment Rental & Sales	Route 29 South Lynchburg, VA	Carter Machinery Company P. O. Box 3096 Salem, VA 24153 TEL: 540/387-1111
\$3,581,896	PPTA - VDOT Construction of Toll Plaza	895 Connector Richmond, VA	FD/MK 620 Moorefield Park Drive, Suite 210 Richmond, VA 23236 TEL: 804/330-5229
\$170,300	Foot Trail, etc.	Snowshoe Resort Pocohantas County, WV	Snowshoe Mountain Resort P. O. Box 10 Snowshoe, WV 26209 TEL: 304/572-5624
\$629,781	Water Treatment Plant Lagoon Improvements	Goose Creek Water Treatment Plant City of Fairfax, VA	City of Fairfax 10455 Armstrong Street Fairfax, VA 22030 TEL: 703/385-7920

WORK COMPLETED 2001

Contract Amount	Class of Work	Where Located	Name, Address & Telephone Number of Owner/Engineer/Prime
\$745,142	PPTA - VDOT Grading & Erosion Control	Route 288 Powhatan County, VA	APAC-Virginia, Inc. P. O. Box 29289 Richmond, VA 23242 TEL: 804/364-6313
\$34,029,828	Rebuilding Shoulders & Median Adding Concrete Median Barrier 2 Interchanges Bridge SBL over Lumber River 72/711 & 211	Route I-95 Robeson County, NC	North Carolina Dept. of Transportation P. O. Box 25201 Raleigh, NC 27611 TEL: 919/733-7174
\$1,316,898	Miscellaneous	Various Locations	Various Owners

W. C. ENGLISH, Incorporated

WORK COMPLETED 2000

Contract Amount	Class of Work	Where Located	Name, Address & Telephone Number of Owner/Engineer/Prime
\$19,068,380	Grading, Building Interchange with 2 Bridges, 3-4 Miles Roadway, Sound Wall & Box Culverts	Route 199 James City County, VA	Virginia Department of Transportation 1401 East Broad Street Richmond, VA 23219 TEL: 804/786-2945
\$5,487,698	Building Interchange with 2 Bridges	Route 199 York County, VA	Virginia Department of Transportation
\$2,993,773	Building 1.5 Miles Roadway with Box Culvert	Route 603 (International Blvd.) York County, VA	Virginia Department of Transportation
\$8,339,023	Construct new Interchange Included Grading, Asphalt Paving, Storm Drainage, Water & Sewer Pipe, Box Culvert, Retaining Walls, 2 Bridge Widening, Signs & Traffic Signals	I-40 Interchange at US-25A (Sweeten Creek Road) in Asheville, Buncombe County, NC	North Carolina Dept. of Transportation P. O. Box 25201 Raleigh, NC 27611 TEL: 919/733-7174
\$2,326,109	Bridge Replacement NBL Route US 421 over Deep River with 0.50 Mile Roadway Improvements	US 421 NBL near Sanford Chatham-Lee Counties, NC	North Carolina Dept. of Transportation
\$1,165,746	Construction of a new Wastewater Treatment Plant	Eagle Eyrie Baptist Conference Center, Lynchburg, VA	Virginia Baptist Mission Board P. O. Box 8568 Richmond, VA 23226-0568 TEL: 804/672-2100

W. C. ENGLISH, Incorporated

WORK COMPLETED 1999

Contract Amount	Class of Work	Where Located	Name, Address & Telephone Number of Owner/Engineer/Prime
\$2,488,813	Rehabilitate Taxiway and Construct Deice Apron	Charlottesville-Albemarle Airport Charlottesville, VA	Charlottesville-Albemarle Airport 201 Bowen Loop Charlottesville, VA 22911 TEL: 804/973-8341
\$1,683,699	Repaired and Widened Existing Substructure and Replaced entire Superstructure	Campbell Avenue Lynchburg, VA	City of Lynchburg Department of Public Works Engineering Division P. O. Box 60 Lynchburg, VA 24505 TEL: 804/847-1360
\$1,921,335	40' Earthen Dam with 60" Concrete Primary Spillway	Snowshoe Resort Pocohantas County, WV	Snowshoe Mountain Resort P. O. Box 10 Snowshoe, WV 26209 TEL: 304/572-5624
\$3,904,442	Miscellaneous	Various Locations	Various Owners

SEABOARD SURETY COMPANY

September 16, 2004

HALLIBURTON
4100 Clinton Drive
Building 1, Room 352
Houston, TX 77020

REF: Mt. Rogers Prison

Ladies and Gentlemen:

W. C. ENGLISH, Incorporated has been a valued client of the Seaboard Surety Company, a subsidiary of The St. Paul Surety, for over fifty years. During that time, we have maintained a working line of surety credit and have supported single bond requests up to the \$75,000,000 range and aggregate programs up to the \$300,000,000 range. These levels reflect the history with this client; however, they are not to be construed as limits. Given W. C. English, Incorporated's extensive experience and financial strength, we are certainly prepared to consider requests well in excess of these levels.

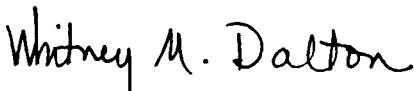
At this time, we are prepared to respond favorably should W. C. English, Incorporated accept an award and request performance and payment bonds. Our willingness to commit to any such request would, of course, be contingent upon our being satisfied with all prevailing underwriting conditions including but not limited to acceptable contract terms, acceptable bond forms, and confirmation of full financing.

The Seaboard Surety Company is licensed to transact surety business in all 50 states and is listed on the United States Department of Treasury list of acceptable surety companies. The St. Paul Surety Companies carry an A.M. Best Rating of A. The information contained in this letter is valid for a period of three (3) months from date of this letter.

Please feel free to contact us if you have any questions.

Sincerely,

SEABOARD SURETY COMPANY



Whitney M. Dalton
Attorney-in-Fact

Seaboard Surety Company
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company
St. Paul Mercury Insurance Company

United States Fidelity and Guaranty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.

Power of Attorney No.

20870

Certificate No. 1796274

KNOW ALL MEN BY THESE PRESENTS: That Seaboard Surety Company is a corporation duly organized under the laws of the State of New York, and that St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company and St. Paul Mercury Insurance Company are corporations duly organized under the laws of the State of Minnesota, and that United States Fidelity and Guaranty Company is a corporation duly organized under the laws of the State of Maryland, and that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc. is a corporation duly organized under the laws of the State of Wisconsin (*herein collectively called the "Companies"*), and that the Companies do hereby make, constitute and appoint

Whitney M. Dalton

of the City of Lynchburg, State Virginia, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign its name as surety to, and to execute, seal and acknowledge any and all bonds, undertakings, contracts and other written instruments in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and sealed this 15th day of May, 2003

Seaboard Surety Company
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company
St. Paul Mercury Insurance Company

United States Fidelity and Guaranty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.



[Signature]

PETER W. CARMAN, Vice President

[Signature]

THOMAS E. HUIBREGTSE, Assistant Secretary

State of Maryland
City of Baltimore

On this 15th day of May, 2003, before me, the undersigned officer, personally appeared Peter W. Carman and Thomas E. Huibregtse, who acknowledged themselves to be the Vice President and Assistant Secretary, respectively, of Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, United States Fidelity and Guaranty Company, Fidelity and Guaranty Insurance Company, and Fidelity and Guaranty Insurance Underwriters, Inc.; and that the seals affixed to the foregoing instrument are the corporate seals of said Companies; and that they, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the names of the corporations by themselves as duly authorized officers.

In Witness Whereof, I hereunto set my hand and official seal.

My Commission expires the 1st day of July, 2006.



[Signature]

REBECCA EASLEY-ONOKALA, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, United States Fidelity and Guaranty Company, Fidelity and Guaranty Insurance Company, and Fidelity and Guaranty Insurance Underwriters, Inc. on September 2, 1998, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that in connection with the fidelity and surety insurance business of the Company, all bonds, undertakings, contracts and other instruments relating to said business may be signed, executed, and acknowledged by persons or entities appointed as Attorney(s)-in-Fact pursuant to a Power of Attorney issued in accordance with these resolutions. Said Power(s) of Attorney for and on behalf of the Company may and shall be executed in the name and on behalf of the Company, either by the Chairman, or the President, or any Vice President, or an Assistant Vice President, jointly with the Secretary or an Assistant Secretary, under their respective designations. The signature of such officers may be engraved, printed or lithographed. The signature of each of the foregoing officers and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Attorney(s)-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and subject to any limitations set forth therein, any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company, and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company with respect to any bond or undertaking to which it is validly attached; and

RESOLVED FURTHER, that Attorney(s)-in-Fact shall have the power and authority, and, in any case, subject to the terms and limitations of the Power of Attorney issued them, to execute and deliver on behalf of the Company and to attach the seal of the Company to any and all bonds and undertakings, and other writings obligatory in the nature thereof, and any such instrument executed by such Attorney(s)-in-Fact shall be as binding upon the Company as if signed by an Executive Officer and sealed and attested to by the Secretary of the Company.

I, Thomas E. Huibregtse, Assistant Secretary of Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, United States Fidelity and Guaranty Company, Fidelity and Guaranty Insurance Company, and Fidelity and Guaranty Insurance Underwriters, Inc. do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I hereunto set my hand this 16th day of September, 2004.



Thomas E. Huibregtse

Thomas E. Huibregtse, Assistant Secretary

To verify the authenticity of this Power of Attorney, call 1-800-421-3880 and ask for the Power of Attorney clerk. Please refer to the Power of Attorney number, the above-named individuals and the details of the bond to which the power is attached.

THIS POWER OF ATTORNEY IS VALID WITHOUT THE REPLY BORDER

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, United States Fidelity and Guaranty Company, Fidelity and Guaranty Insurance Company, and Fidelity and Guaranty Insurance Underwriters, Inc. on September 2, 1998, which resolutions are now in full force and effect, reading as follows:

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RESOLVED FURTHER, that Attorney(s)-in-Fact shall have the power and authority, and, in any case, subject to the terms and limitations of the Power of Attorney issued them, to execute and deliver on behalf of the Company and to attach the seal of the Company to any and all bonds and undertakings, and other writings obligatory in the nature thereof, and any such instrument executed by such Attorney(s)-in-Fact shall be as binding upon the Company as if signed by an Executive Officer and sealed and attested to by the Secretary of the Company.

I, Thomas E. Huibregtse, Assistant Secretary of Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, United States Fidelity and Guaranty Company, Fidelity and Guaranty Insurance Company, and Fidelity and Guaranty Insurance Underwriters, Inc. do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

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